



Edward Phillips  
Attorney

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December 13, 2005

Mr. Donald L. Scholes  
Branstetter, Stranch & Jennings  
Attorneys at Law  
227 Second Avenue North,  
Nashville, Tennessee 37201-1631

Re: Sprint Nextel Corporation's First Set of Interrogatories and Requests for  
Production of Documents to the Communications Workers of America, AFL-CIO

Docket No. 05-00240

Dear Don:

Please find enclosed Sprint Nextel Corporation's First Set of Interrogatories and Requests for Production of Documents to your client the Communications Workers of America, AFL-CIO in the above-referenced docket. As a reminder, responses are to be served on me by December 23, 2005.

Please do not hesitate to contact me with any questions concerning this matter.

Sincerely yours,

Edward Phillips

HEP:hep

Enclosure

✓cc: Sharla Dillon

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Docket No. 05-00240

**SPRINT NEXTEL CORPORATION'S FIRST SET OF  
INTERROGATORIES AND REQUESTS FOR PRODUCTION OF  
DOCUMENTS TO THE COMMUNICATIONS WORKERS OF AMERICA, AFL-CIO**

Pursuant to Authority Rule 1220-1-2-.11, Sprint Nextel Corporation (“Sprint”) submits these discovery requests to the Communications Workers of America, AFL-CIO (“CWA”). Sprint requests that CWA provide answers to these discovery requests to its counsel, Edward Phillips at United Telephone-Southeast, Inc., 14111 Capital Boulevard, Wake Forest, North Carolina, 27587-5900.

(a) If any response required by way of answer to these requests is considered to contain confidential or protected information, please furnish the requested information when a protective order has been entered in this docket and the appropriate non-disclosure agreements have been executed by the parties.

(b) If any response required by way of answer to these requests is withheld under a claim of privilege, please identify the privilege asserted and describe the basis for such assertion.

(c) If any request cannot be responded to in full, answer to the extent possible and specify the reason for your inability to respond fully. If you object to any part of a request, answer all parts of the request to which you do not object, and as to each part to which you do object, separately set forth the specific basis for the objection.

(e) These requests require supplemental responses consistent with the provisions of the Tennessee Rules of Civil Procedure.

### **DEFINITIONS**

“You,” “your” or “CWA” refers to the Communications Workers of America, AFL-CIO, and the employees, agents, representatives, members or consultants of the Communications Workers of America, AFL-CIO.

“Representative(s)” means those persons, past and present not in the direct employment of the CWA including outside counsel, who represent or represented the interests of CWA in matters related to this proceeding.

“Employee(s)” means those persons in the direct employment of CWA, past and/or present.

“Person” and “persons” include individuals, firms, partnerships, associations, trade associations, corporations, government entities, or other groups, however organized.

“Document” or “documentation” means any medium upon which intelligence or information can be recorded or retrieved, and includes, without limitation, the original and each copy, regardless of origin and location, of any book, pamphlet, periodical, letter, memorandum (including any memorandum or report of a meeting or conversation), invoice,

bill, order, form, receipt, financial statement, accounting entry, diary, calendar, telex, telegram, e-mail, facsimile ("fax"), cable, report, recording, contract, agreement, study, handwritten note, drawing, sketch, graph, index, list, tape, photograph, microfilm, data sheet or data processing tape, disk, file stored on computer, or any other written, recorded, transcribed, punched tape, filmed or graphic matter, however produced or reproduced, which is in your possession, custody, control or otherwise accessible to you or which was, but is no longer, in your possession, custody or control.

"Identification" or "identify" when used in reference to: (i) a document other than a contract or agreement, means to state: (1) its date; (2) its author; (3) the type of document; (4) its title; (5) its present location; (6) the name of each of its present custodians; (ii) a contract or agreement, means: (1) state the date of its making; (2) identify the parties thereto; (3) state whether the contract is oral or in writing; (4) state fully and precisely and separately all of the terms of said contract; (iii) a person other than an individual, means to state: (1) its full name; (2) its nature of organization, including the name of the state or country under the laws of which it was organized; (3) the address of its principal place of business; and (4) its principal line of business; (iv) a communication, requires you, if any part of the communications was written, to identify the document or documents which refer to or evidence the communication, and to the extent that the communication was not written, to identify the persons participating in the communication and to state the date, manner, place, and substance of the communication.

"Possession, custody or control" includes actual and constructive possession. Any document which is not in your immediate physical possession, but to which you have or had a right to compel or secure production from a third person or which is otherwise subject to your control, shall be obtained and produced as directed.

“Relate to” means concern, consist of, refer to, pertain to, reflect, evidence, or to be in any way logically or factually connected with the matter discussed.

“And” and “or” shall be construed both conjunctively and disjunctively, and each shall include the other whenever such construction will serve to bring within the scope of these interrogatories anything that would not otherwise be brought within their scope.

“Concerning” shall mean comprising, describing, evidencing, referring to, responding to, quoting, or pertaining in any way to any part of a specified subject matter and/or to the contents or subject matter of any document including the specified subject matter.

“Communication” includes, without limitation of its generality, correspondence, statements, agreements, contracts, discussions, conversation, speeches, meetings, remarks, questions, answers, panel discussions and symposia, whether written or oral. The term includes, without limitation of its generality, both communications and statements which are face-to-face and those which are transmitted by documents or by media such as e-mail, intercoms, telephones, television or radio, data systems, and electronic reproductions and delivery systems.

“Sprint” refers to Sprint Nextel Corporation and all of its operating subsidiaries providing telecommunications services in the state of Tennessee.

“Telecommunications service,” and “service” are used herein to have the same definitions contained in the federal and state statutes, rules and regulations.

### **INSTRUCTIONS**

These Interrogatories and Requests for Production of Documents are to be answered with reference to all information in your possession, custody or control or reasonably available to you. When the information requested by an Interrogatory varies over time, state the response for each

period of time as to which the response differs, and identify the time periods. If you cannot answer an Interrogatory in full after exercising due diligence to secure all the information requested, or do not have precise information with regard to any part of any Interrogatory, you should so state in your response, describing in full your effort to obtain the information requested, and then proceed to respond to the fullest extent possible. If you object to any part of any Interrogatory, answer all parts of the Interrogatory to which you do not object, and as to each part to which you do object, separately set forth the specific basis for the objection.

These Interrogatories and Requests for Production of Documents are continuing in nature. Thus, in the event that you obtain additional information with respect to any Interrogatory and Request for Production of Documents after it has been answered, you are required to supplement your response promptly following receipt of such additional information, giving the additional information to the same extent as originally requested. If you are unwilling to supplement your responses, please so state giving the legal basis for your refusal.

In the event that you assert that any requested information is not available in the form requested, in your written response thereto, you should disclose the following:

- a. The form in which the requested information currently exists (identifying documents by title or description);
- b. The earliest dates, time period, and location that representatives of UTSE may inspect your files, records or documents in which the information currently exists.

For each Interrogatory and Request for Production of Documents answered, provide the name, business address(es) and telephone number(s) of the person or persons answering, the title of such person(s), and the name of the witness or witnesses who will be prepared to testify concerning the matters contained in each response. If you do not intend to call or present a

witness who is prepared to testify concerning the matters contained in any response, please so state.

**INTERROGATORIES AND REQUESTS FOR PRODUCTION OF DOCUMENTS**

- 1) Regarding the Direct Testimony of Ms. Debbie Goldman, as filed on December 7, 2005 and as to any testimony hereafter to be filed in this proceeding, identify and produce complete copies of all documents reviewed in the preparation of testimony.

RESPONSE:

- 2) Please provide all documents, calculations, and work papers in support of any testimony filed, and to be filed, on behalf of CWA in this matter.

RESPONSE:

- 3) Please provide a copy of all testimony filed, submitted or stipulated to by Ms. Goldman in any case, matter or docketed proceeding before the Tennessee Regulatory

Authority since 1996: (a) in which she made a cost of capital recommendation; or (b) in which she opined as to a reasonable capital structure.

RESPONSE:

- 4) Please provide a list of all testimony filed, submitted or stipulated to by Ms. Goldman in any case, matter or docketed proceeding before any state public utility commission in the United States in which Ms. Goldman: (a) Makes a cost of capital recommendation; or (b) Opines as to a reasonable capital structure.

RESPONSE:

- 5) Reference Page 12, line 5 of Ms. Goldman's Direct Testimony. Please provide all analyses, facts and documents that support your assertion that the use of discretionary cash flow for debt repayment is a condition and/or restriction attached to the LTD Holding Company bank and bond debt.

RESPONSE:



- 6) Reference Page 12 of Ms. Goldman's Direct Testimony. Please provide all conditions and/or restrictions attached to the LTD Holding Company bank and bond debt.

RESPONSE:

- 7) Reference Page 12, lines 12-13 of Ms. Goldman's Direct Testimony: "'LTD will not have the financial flexibility to respond to changing circumstances that might require it to use its cash differently.'" Please provide all studies, work papers, calculations, and documents in support of this statement. If the documents were provided pursuant to another data request, specifically identify the interrogatory and the specific documents relied upon for this particular assertion.

RESPONSE:

- 8) Reference Page 12, lines 20-21 of Ms. Goldman's Direct Testimony: "The debt, particularly with its restrictions, will significantly decrease the flexibility that management has to grow the company." Please provide all studies, work papers, calculations, and documents in support of this statement. If the documents were

provided pursuant to another data request, specifically identify the interrogatory and the specific documents relied upon for this particular assertion.

RESPONSE:

- 9) Please provide all analyses, facts and documents that support the statement beginning at page 15, line 2 of Ms. Goldman's Direct Testimony that says: "If shareholder equity is negative and LTD needs to raise capital in the future, it will be more expensive to raise money in the capital markets than if shareholder equity were positive." Provide all analyses which quantify or otherwise demonstrate how much more expensive it will be to raise the capital as you assert in your testimony.

RESPONSE:

- 10) Reference page 15, lines 4-5 of Ms. Goldman's Direct Testimony. Please provide all analyses, facts and documents to support the assertion that "If LTD were a growth stock, investors might be more willing to invest if there were negative stockholder equity."

RESPONSE:

- 11) Reference page 15, lines 5-7 of Ms. Goldman's Direct Testimony. Please provide all analyses, facts and documents to support the assertion that "the yield-oriented investors that LTD notes it will target for investment will be concerned about negative shareholder equity."

RESPONSE:

- 12) Reference page 17, lines 15-16 of Ms. Goldman's Direct Testimony. Please provide all analyses, facts and documents to support the assertion that "Lucent is now in deep financial distress largely because it cannot cover the pension obligations that represent the deferred wages of its employees." Is it Ms. Goldman's contention that Lucent's pension obligations are a direct or primary cause of Lucent's current financial situation? If yes, provide all documents in support and explain.

RESPONSE:

- 13) Reference page 18, lines 14-15 of Ms. Goldman's Direct Testimony. Other than the SBC/AT&T and the Verizon/MCI transactions, please provide all analyses, studies, calculations and documents in support of the assertion of the existence of a "trend" to bundle various services "over one's own network." Please provide the number of customers in SBC's or Verizon's service territory (in all states) that subscribed to a bundle of local, long distance, wireless and video for the years 2000-2004.

RESPONSE:

- 14) Reference page 19, lines 2-3 of Ms. Goldman's Direct Testimony. Please provide all analyses, facts and documents to support the assertion that "Separating LTD from Sprint's wireless, long-distance, and Internet backbone business will leave the stand-alone company with little growth potential."

RESPONSE:

- 15) Reference page 19, lines 2-3 of Ms. Goldman's Direct Testimony. Please define Ms. Goldman's definition of "growth" and "potential."

RESPONSE:

- 16) Reference page 21, line 11 of Ms. Goldman's Direct Testimony. Are the "employees" referenced in this sentence a reference to Sprint employees that are members of the CWA?

RESPONSE:

- 17) Reference page 21, line 14 of Ms. Goldman's Direct Testimony. Please provide all facts, analyses and documents that United TN or LTD Holding Company presently relies upon "poorly trained outside contractors."

RESPONSE:

- 18) Reference page 21, line 14 of Ms. Goldman's Direct Testimony. Please provide all facts, analyses and documents that United TN or LTD Holding Company plans or will rely upon "poorly trained outside contractors."

RESPONSE:

- 19) Has Ms. Goldman undertaken any analysis of Sprint Nextel's wholesale pricing for long distance services? If yes, please provide all analyses, facts and documents .

RESPONSE:

- 20) Has Ms. Goldman undertaken any analysis of Sprint Nextel's wholesale pricing for wireless services? If yes, please provide all analyses, facts and documents.

RESPONSE:

- 21) Reference page 20 of Ms. Goldman's Direct Testimony. Please provide the source and all documents for the service quality metrics (out-of-service repair intervals and repeat out-of-service trouble reports).

RESPONSE:

- 22) Reference page 20, lines 5-7 of Ms. Goldman's Direct Testimony. Has Ms. Goldman examined, analyzed or studied the capital expenditures of other telecommunications companies in preparing her testimony in general and these statements in particular? If yes, please provide all data, analyses, studies, and documents reviewed and examined.

RESPONSE:

- 23) Reference page 21, lines 11-14 of Ms. Goldman's Direct Testimony. Has Ms. Goldman considered, assumed, or included the impact of efficiencies when rendering the statement that the LTD spin-off will not improve service quality due to reductions in capital spending? If yes, please explain and provide all supporting documents. If not, please explain.

RESPONSE:

- 24) Reference page 21, lines 11-14 of Ms. Goldman's Direct Testimony. Please provide all sensitivity analyses undertaken by or on behalf of Ms. Goldman demonstrating or analyzing the relationship between the specific projected capital expenditures and the claimed impact of no improvements to service quality.

RESPONSE:

- 25) Reference page 23, lines 2-3 of Ms. Goldman's Direct Testimony. Please provide all data, documents and analyses to support the assertion that the proposed transfer will "result in price increases" for the specified services.

RESPONSE:



- 26) Please provide a curriculum vita for Ms. Goldman.

RESPONSE:

- 27) List all formal training completed by Ms. Goldman in the areas of corporate finance, financial accounting and analysis of pension oversight.

RESPONSE:

- 28) Has Ms. Goldman undertaken any independent analysis of the sale of LTD Holding Company assets had those assets been sold to a third party? If yes, please provide that analysis and the assumed purchase price. If yes, please provide any analysis undertaken regarding the likely financing for the sale.

RESPONSE:

- 29) Has Ms. Goldman conducted any analysis of the annual cash flows needed by LTD to operate its business and invest in advanced services and infrastructure? If yes, please provide any such analysis, and all studies, work papers, calculations, and documents in support of such analysis.

RESPONSE:

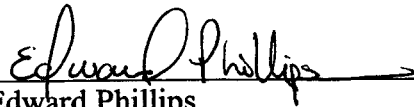
- 30) Has Ms. Goldman conducted any analysis of the annual cash flows needed by LTD to ensure that the operating ILECs that it will own, including United TN, satisfy their respective utility service obligations? If yes, please provide any such analysis, and all studies, work papers, calculations, and documents in support of such analysis.

RESPONSE:

- 31) Reference page 18, lines 14-15 of Ms. Goldman's Direct Testimony. Is it Ms. Goldman's assertion that the "trend" to provide bundles of local, long-distance, wireless, Internet access, and video services "over one's own network" is economical? If yes, provide all supporting documents.

RESPONSE:

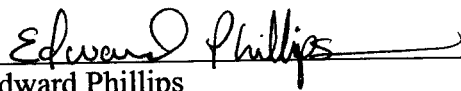
Respectfully submitted this the 13<sup>th</sup> day of December, 2005.

  
Edward Phillips  
Attorney  
Sprint Nextel Corporation  
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Wake Forest, North Carolina 27587-5900  
Telephone: 919-554-7870  
FAX: 919-554-7913  
Email: edward.phillips@sprint.com  
Tennessee B.P.R. No. 016850

## CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was served upon Mr. Donald L. Scholes by electronic means (to the e-mail address listed below) and by overnight express on this 13<sup>th</sup> day of December, 2005.

Mr. Donald L. Scholes, Esq.  
Branstetter, Stranch & Jennings  
Attorneys at Law  
227 Second Avenue North,  
Nashville, Tennessee 37201-1631  
e-mail: [dscholes@branstetterlaw.com](mailto:dscholes@branstetterlaw.com)

  
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Edward Phillips  
Attorney  
Sprint Nextel Corporation